

B1 (Official Form 1)(12/11)

|  |  |  |  |  |  |                                  |  |
|--|--|--|--|--|--|----------------------------------|--|
| <b>United States Bankruptcy Court</b><br><b>District of Nevada</b>   |  |  |  |  |  | <b>Voluntary Petition</b>        |  |
| Name of Debtor (if individual, enter Last, First, Middle):<br><b>Submarina, Inc.</b>   |  |  |  | Name of Joint Debtor (Spouse) (Last, First, Middle):   |  |                                  |  |
| All Other Names used by the Debtor in the last 8 years<br>(include married, maiden, and trade names):  |  |  |  | All Other Names used by the Joint Debtor in the last 8 years<br>(include married, maiden, and trade names):  |  |                                  |  |
| Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN<br>(if more than one, state all)<br><b>21-0781699</b>  |  |  |  | Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN<br>(if more than one, state all)   |  |                                  |  |
| Street Address of Debtor (No. and Street, City, and State):<br><b>4801 Woodway Drive, Suite 300E</b><br><b>Houston, TX</b>   |  |  |  | Street Address of Joint Debtor (No. and Street, City, and State):  |  |                                  |  |
| ZIP Code<br><b>77056</b>   |  |  |  | ZIP Code   |  |                                  |  |
| County of Residence or of the Principal Place of Business:<br><b>Harris</b>  |  |  |  | County of Residence or of the Principal Place of Business:   |  |                                  |  |
| Mailing Address of Debtor (if different from street address):  |  |  |  | Mailing Address of Joint Debtor (if different from street address):  |  |                                  |  |
| ZIP Code   |  |  |  | ZIP Code   |  |                                  |  |
| Location of Principal Assets of Business Debtor<br>(if different from street address above):   |  |  |  |  |  |                                  |  |
| <b>Type of Debtor</b><br>(Form of Organization) (Check one box)<br><input type="checkbox"/> Individual (includes Joint Debtors)<br><i>See Exhibit D on page 2 of this form.</i><br><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)<br><input type="checkbox"/> Partnership<br><input type="checkbox"/> Other (If debtor is not one of the above entities,<br>check this box and state type of entity below.)  |  | <b>Nature of Business</b><br>(Check one box)<br><input type="checkbox"/> Health Care Business<br><input type="checkbox"/> Single Asset Real Estate as defined<br>in 11 U.S.C. § 101 (51B)<br><input type="checkbox"/> Railroad<br><input type="checkbox"/> Stockbroker<br><input type="checkbox"/> Commodity Broker<br><input type="checkbox"/> Clearing Bank<br><input checked="" type="checkbox"/> Other |  | <b>Chapter of Bankruptcy Code Under Which<br/>the Petition is Filed</b> (Check one box)<br><input type="checkbox"/> Chapter 7<br><input type="checkbox"/> Chapter 9<br><input checked="" type="checkbox"/> Chapter 11<br><input type="checkbox"/> Chapter 12<br><input type="checkbox"/> Chapter 13<br><input type="checkbox"/> Chapter 15 Petition for Recognition<br>of a Foreign Main Proceeding<br><input type="checkbox"/> Chapter 15 Petition for Recognition<br>of a Foreign Nonmain Proceeding   |  |                                  |  |
| <b>Chapter 15 Debtors</b><br>Country of debtor's center of main interests:<br><br>Each country in which a foreign proceeding<br>by, regarding, or against debtor is pending:   |  | <b>Tax-Exempt Entity</b><br>(Check box, if applicable)<br><input type="checkbox"/> Debtor is a tax-exempt organization<br>under Title 26 of the United States<br>Code (the Internal Revenue Code).   |  | <b>Nature of Debts</b><br>(Check one box)<br><input type="checkbox"/> Debts are primarily consumer debts,<br>defined in 11 U.S.C. § 101(8) as<br>"incurred by an individual primarily for<br>a personal, family, or household purpose."<br><input checked="" type="checkbox"/> Debts are primarily<br>business debts.  |  |                                  |  |
| <b>Filing Fee</b> (Check one box)<br><input checked="" type="checkbox"/> Full Filing Fee attached<br><input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must<br>attach signed application for the court's consideration certifying that the<br>debtor is unable to pay fee except in installments. Rule 1006(b). See Official<br>Form 3A.<br><input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must<br>attach signed application for the court's consideration. See Official Form 3B. |  |  |  | <b>Chapter 11 Debtors</b><br>Check one box:<br><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).<br><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).<br>Check if:<br><input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates)<br>are less than \$2,343,300 ( <i>amount subject to adjustment on 4/01/13 and every three years thereafter</i> ).<br>Check all applicable boxes:<br><input type="checkbox"/> A plan is being filed with this petition.<br><input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors,<br>in accordance with 11 U.S.C. § 1126(b). |  |                                  |  |
| <b>Statistical/Administrative Information</b><br><input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.<br><input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid,<br>there will be no funds available for distribution to unsecured creditors.  |  |  |  |  |  | THIS SPACE IS FOR COURT USE ONLY |  |
| <b>Estimated Number of Creditors</b><br><input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000   |  |  |  |  |  |                                  |  |
| <b>Estimated Assets</b><br><input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion                     |  |  |  |  |  |                                  |  |
| <b>Estimated Liabilities</b><br><input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion                |  |  |  |  |  |                                  |  |

**Voluntary Petition***(This page must be completed and filed in every case)*

Name of Debtor(s):

**Submarina, Inc.****All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location

Where Filed: **- None -**

Case Number:

Date Filed:

Location

Where Filed:

Case Number:

Date Filed:

**Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor** (If more than one, attach additional sheet)

Name of Debtor:

**Kerensa Investment Fund 1, LLC**

Case Number:

**11-24352-MKN**

Date Filed:

**9/09/11**

District:

**Nevada**

Relationship:

Judge:

**Michael K. Nakagawa****Exhibit A**

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☐ Exhibit A is attached and made a part of this petition.**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

**X**

Signature of Attorney for Debtor(s)

(Date)

**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.☒ No.**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.**Information Regarding the Debtor - Venue**

(Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☒ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes)

- ☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

\_\_\_\_\_  
 (Name of landlord that obtained judgment)

\_\_\_\_\_  
 (Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition***(This page must be completed and filed in every case)*Name of Debtor(s):  
**Submarina, Inc.****Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.  
 [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.  
 [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** \_\_\_\_\_  
 Signature of Debtor

**X** \_\_\_\_\_  
 Signature of Joint Debtor

\_\_\_\_\_  
 Telephone Number (If not represented by attorney)

\_\_\_\_\_  
 Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

**X** \_\_\_\_\_  
 Signature of Foreign Representative

\_\_\_\_\_  
 Printed Name of Foreign Representative

\_\_\_\_\_  
 Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
 Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
 Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
 Address

**X** \_\_\_\_\_  
 Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.*

**Signature of Attorney\***

**X** **/s/ Matthew L. Johnson**  
 Signature of Attorney for Debtor(s)

**Matthew L. Johnson 6004**  
 Printed Name of Attorney for Debtor(s)

**Matthew L. Johnson & Associates, PC**  
 Firm Name

**Lakes Business Park**  
**8831 W. Sahara Avenue**  
**Las Vegas, NV 89117**

\_\_\_\_\_  
 Address

**Email: mjohnson@mjohnsonlaw.com**  
**(702) 471-0065 Fax: (702) 471-0075**

\_\_\_\_\_  
 Telephone Number

**October 25, 2012**

\_\_\_\_\_  
 Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** **/s/ Bruce N. Rosenthal**  
 Signature of Authorized Individual

**Bruce N. Rosenthal**  
 Printed Name of Authorized Individual

**President and CEO**  
 Title of Authorized Individual

**October 25, 2012**

\_\_\_\_\_  
 Date

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court**  
**District of Nevada**

In re Submarina, Inc.

Debtor(s)

Case No.

Chapter

11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

| (1)<br><i>Name of creditor and complete mailing address including zip code</i>                    | (2)<br><i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i> | (3)<br><i>Nature of claim (trade debt, bank loan, government contract, etc.)</i> | (4)<br><i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i> | (5)<br><i>Amount of claim [if secured, also state value of security]</i> |
|---|---|--|---|--|
| American Express<br>PO Box 360001<br>Fort Lauderdale, FL 33336-0001                               | American Express<br>PO Box 360001<br>Fort Lauderdale, FL 33336-0001   | Credit card purchases  | Disputed  | 51,741.61  |
| Bank of America<br>PO Box 15731<br>Wilmington, DE 19885-5710                                      | Bank of America<br>PO Box 15731<br>Wilmington, DE 19885-5710  | Credit card purchases  | Disputed  | 40,789.12  |
| Bruce N. Rosenthal<br>400 4th Avenue South Street<br>Saint Petersburg, FL 33701                   | Bruce N. Rosenthal<br>400 4th Avenue South Street<br>Saint Petersburg, FL 33701   | Vendor   |   | 4,651.59   |
| Cordero & Davenport<br>Advertising<br>800 West Ivy Street, Suite B<br>San Diego, CA 92101         | Cordero & Davenport Advertising<br>800 West Ivy Street, Suite B<br>San Diego, CA 92101  | Vendor   |   | 6,133.81   |
| Custom Business Solutions<br>12 Morgan<br>Irvine, CA 92618  | Custom Business Solutions<br>12 Morgan<br>Irvine, CA 92618  | Vendor   |   | 7,380.00   |
| Direct Pak<br>12243 Branford Street<br>Sun Valley, CA 91352                                       | Direct Pak<br>12243 Branford Street<br>Sun Valley, CA 91352   | Vendor   | Disputed  | 40,000.00  |
| Gateway San Marcos<br>11440 West Bernardo Court<br>Suite 240<br>San Diego, CA 92127               | Gateway San Marcos<br>11440 West Bernardo Court<br>Suite 240<br>San Diego, CA 92127   | Vendor   | Contingent<br>Unliquidated<br>Disputed  | 400,000.00   |
| Hendrix & Weehage LLP<br>500 N. State College Blvd,<br>#1100<br>Orange, CA 92868-1625             | Hendrix & Weehage LLP<br>500 N. State College Blvd, #1100<br>Orange, CA 92868-1625  | Legal services   |   | 5,644.05   |
| Hendrix Law, P.C.<br>Joseph A. Hendrix<br>500 N. State College Blvd,<br>#1100<br>Orange, CA 92868 | Hendrix Law, P.C.<br>Joseph A. Hendrix<br>500 N. State College Blvd, #1100<br>Orange, CA 92868  | Legal services   |   | 7,155.57   |
| JH Cohn, LLP<br>4180 Ruffin Road, Suite 235<br>San Diego, CA 92123                                | JH Cohn, LLP<br>4180 Ruffin Road, Suite 235<br>San Diego, CA 92123  | Auditors   |   | 36,900.86  |

B4 (Official Form 4) (12/07) - Cont.

In re **Submarina, Inc.**

Case No. \_\_\_\_\_

Debtor(s) \_\_\_\_\_

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

| (1)<br><i>Name of creditor and complete mailing address including zip code</i>                 | (2)<br><i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i> | (3)<br><i>Nature of claim (trade debt, bank loan, government contract, etc.)</i> | (4)<br><i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i> | (5)<br><i>Amount of claim [if secured, also state value of security]</i> |
|--|---|--|---|--|
| JTW Area Developers Inc.<br>4710 Cove Street<br>Hemet, CA 92545                                | JTW Area Developers Inc.<br>4710 Cove Street<br>Hemet, CA 92545   | Vendor   |   | 30,352.46  |
| Justine McQuade<br>11752 Wills Creek Road<br>San Diego, CA 92131                               | Justine McQuade<br>11752 Wills Creek Road<br>San Diego, CA 92131  | Accounting services  |   | 9,625.00   |
| Kerensa & Company, Inc.<br>1805 North Carson Street,<br>Suite 559<br>Carson City, NV 89701     | Kerensa & Company, Inc.<br>1805 North Carson Street, Suite 559<br>Carson City, NV 89701   | Management fee   |   | 60,000.00  |
| Lounsbery Ferguson Altona & Peak LLP<br>960 Canterbury Place, Suite 300<br>Escondido, CA 92025 | Lounsbery Ferguson Altona & Peak LLP<br>960 Canterbury Place, Suite 300<br>Escondido, CA 92025  | Legal services   |   | 22,194.36  |
| Marie Zeller<br>9172 Bernardo Lakes Drive<br>San Diego, CA 92127                               | Marie Zeller<br>9172 Bernardo Lakes Drive<br>San Diego, CA 92127  | Vendor   | Disputed<br>Subject to Setoff   | 412,351.88   |
| Osborn Law<br>295 Madison Avenue<br>New York, NY 10007   | Osborn Law<br>295 Madison Avenue<br>New York, NY 10007  | Legal Fees   |   | 95,000.00  |
| San Diego Chargers<br>PO Box 609609<br>San Diego, CA 92160                                     | San Diego Chargers<br>PO Box 609609<br>San Diego, CA 92160  | Vendor   |   | 33,288.00  |
| Sanderson & Associates, Ltd.<br>400 N Racine Avenue, #211<br>Chicago, IL 60642                 | Sanderson & Associates, Ltd.<br>400 N Racine Avenue, #211<br>Chicago, IL 60642  | Legal services   |   | 6,000.00   |
| SD Subbros, Inc.<br>5454 Grossmont Center Drive, Suite A<br>La Mesa, CA 91942                  | SD Subbros, Inc.<br>5454 Grossmont Center Drive, Suite A<br>La Mesa, CA 91942   | Vendor   |   | 397,500.00   |
| Strasburger Price LLP<br>PO Box 50100<br>Dallas, TX 75250-9989                                 | Strasburger Price LLP<br>PO Box 50100<br>Dallas, TX 75250-9989  | Legal services   |   | 130,317.23   |

B4 (Official Form 4) (12/07) - Cont.

In re **Submarina, Inc.**

Debtor(s)

Case No. \_\_\_\_\_

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President and CEO of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **October 25, 2012**

Signature **/s/ Bruce N. Rosenthal**

**Bruce N. Rosenthal  
President and CEO**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.

Submarina, Inc.  
4801 Woodway Drive, Suite 300E  
Houston, TX 77056

Matthew L. Johnson  
Matthew L. Johnson & Associates, PC  
Lakes Business Park  
8831 W. Sahara Avenue  
Las Vegas, NV 89117

Above and Beyond  
16635 Noyes Avenue  
Irvine, CA 92606

Agreements

Alfredo Gutierrez, Jr.  
Fourt Gutierrez, Inc.  
313 East Eula Drive  
Montebello, CA 90640

American Express  
Acct No xxxx-xxxxxx-x1006  
PO Box 360001  
Fort Lauderdale, FL 33336-0001

Bank of America  
Acct No xxxx-xxxx-xxxx-3779  
PO Box 15731  
Wilmington, DE 19885-5710

Bank of America  
Acct No xxxx-xxxx-xxxx-9837  
PO Box 15731  
Wilmington, DE 19885-5710

Bruce N. Rosenthal  
400 4th Avenue South Street  
Saint Petersburg, FL 33701

Cassidy Turley  
As Managing Agent for  
Civic View Corporate Center  
721 Emerson Road, Suite 505  
Saint Louis, MO 63141

Charles L. Lowder  
450 Vaughn Court  
Aurora, IL 60502

Cordero & Davenport Advertising  
800 West Ivy Street, Suite B  
San Diego, CA 92101

Custom Business Solutions  
12 Morgan  
Irvine, CA 92618

Dell Commercial Credit  
PO Box 689020  
Des Moines, IA 50368-9020

Direct Pak  
12243 Branford Street  
Sun Valley, CA 91352

DMV & Public Safety - State of Nevada  
Bankruptcy Section  
555 Wright Way  
Carson City, NV 89711

Eddie Alcantar  
M & E Global, Inc.  
330 S. Miraleste Drive, #219  
San Pedro, CA 90732

Franchise Gator  
599 Crossville Road, #200  
Roswell, GA 30075

Franchise Opportunities Network  
7840 Roswell Road  
Building 100, Suite 210  
Atlanta, GA 30350

Gateway San Marcos  
11440 West Bernardo Court  
Suite 240  
San Diego, CA 92127

Great America Leasing  
PO Box 660831  
Dallas, TX 75266-0831

Hendrix & Weehage LLP  
500 N. State College Blvd, #1100  
Orange, CA 92868-1625

Hendrix Law, P.C.  
Joseph A. Hendrix  
500 N. State College Blvd, #1100  
Orange, CA 92868

Hudson Printing  
2780 Loker Avenue  
Carlsbad, CA 92010



Internal Revenue Service  
Attn: Bankruptcy Unit  
Stop 5028  
110 City Parkway  
Las Vegas, NV 89106

Internal Revenue Service  
Attn: Centralized Insolvency Operation  
P.O. Box 21126  
Philadelphia, PA 19114-0326

Jeff Warfield  
JTW Area Developers, Inc.  
4710 Cove Street  
Hemet, CA 92545

JH Cohn, LLP  
4180 Ruffin Road, Suite 235  
San Diego, CA 92123

John M. Borlas  
IT&E Overseas, Inc.  
PO Box 24885  
Barrigada, GU 96921

JTJM Inc.  
Attn: Jeffrey L. Warfield  
4710 Cove Street  
Hemet, CA 92545

JTW Area Developers Inc.  
4710 Cove Street  
Hemet, CA 92545

Justine McQuade  
11752 Wills Creek Road  
San Diego, CA 92131

Kaasi Associate LLC  
60 Holbrook Road  
Holbrook, NY 11741

Kerensa & Company, Inc.  
1805 North Carson Street, Suite 559  
Carson City, NV 89701

Lounsbery Ferguson Altona & Peak LLP  
960 Canterbury Place, Suite 300  
Escondido, CA 92025

MailFinance  
PO Box 45840  
San Francisco, CA 94145-0840

Marie Zeller  
9172 Bernardo Lakes Drive  
San Diego, CA 92127

Matt Kennedy  
Kennedy - SD Subbros, Inc.  
5454 Grossmont Center Drive  
Suite A  
La Mesa, CA 91942

MFV Expositions  
210 East Route 4, Suite 304  
Paramus, NJ 07652

MTI Marketing  
6190 Yarrow Drive  
Carlsbad, CA 92011

Office of the U.S. Trustee  
Dept. of Justice  
300 Las Vegas Blvd., S, Suite 4300  
Las Vegas, NV 89101

Osborn Law  
295 Madison Avenue  
New York, NY 10007

Ray Hedgecock  
Hedgecock Franchising, LLC  
4350 Valnorth Drive  
Valdosta, GA 31602

Robert Hanna  
Hanna - R&US, LLC  
3422 Clearwater Drive  
Clarksville, TN 37042

Robert Pina  
4102 Moriah Court  
Spring, TX 77386

San Diego Chargers  
PO Box 609609  
San Diego, CA 92160

Sanderson & Associates, Ltd.  
400 N Racine Avenue, #211  
Chicago, IL 60642

SD Subbros, Inc.  
5454 Grossmont Center Drive, Suite A  
La Mesa, CA 91942

State of Nevada  
Dept of Motor Vehicles & Public Safety  
Motor Carrier Bureau  
555 Wright Way  
Carson City, NV 89711-0600

State of Nevada  
Employment Security Division  
PO Box 43147  
Las Vegas, NV 89116-1147

State of Nevada Business License  
1500 College Parkway Ste. 115  
Carson City, NV 89706

Strasburger Price LLP  
PO Box 50100  
Dallas, TX 75250-9989

T-Mobile  
PO Box 51843  
Los Angeles, CA 90051-6143

Touchpoint Technologies, Inc.  
2319 Oak Myrtle Lane, Suite 104  
Wesley Chapel, FL 33544

**United States Bankruptcy Court  
District of Nevada**

In re **Submarina, Inc.**

Debtor(s)

Case No.  
Chapter**11**

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Submarina, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

■ None [*Check if applicable*]

**October 25, 2012**

Date

**/s/ Matthew L. Johnson****Matthew L. Johnson 6004**

Signature of Attorney or Litigant

Counsel for **Submarina, Inc.****Matthew L. Johnson & Associates, PC****Lakes Business Park****8831 W. Sahara Avenue****Las Vegas, NV 89117****(702) 471-0065 Fax:(702) 471-0075****mjohnson@mjohnsonlaw.com**

**United States Bankruptcy Court  
District of Nevada**

In re **Submarina, Inc.**

Debtor(s)

Case No.

Chapter

**11**

**STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION**

I, **Bruce N. Rosenthal**, declare under penalty of perjury that I am the **President and CEO** of **Submarina, Inc.**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the **25** day of October   , 2012  .

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Bruce N. Rosenthal, President and CEO** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Bruce N. Rosenthal, President and CEO** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Bruce N. Rosenthal, President and CEO** of this Corporation is authorized and directed to employ **Matthew L. Johnson 6004**, attorney and the law firm of **Matthew L. Johnson & Associates, PC** to represent the corporation in such bankruptcy case."

Date **October 25, 2012**Signed **/s/ Bruce N. Rosenthal****Bruce N. Rosenthal**

Resolution of Board of Directors  
of  
**Submarina, Inc.**

Whereas, it is in the best interest of this corporation to file a voluntary petition in the the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Bruce N. Rosenthal, President and CEO** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Bruce N. Rosenthal, President and CEO** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Bruce N. Rosenthal, President and CEO** of this Corporation is authorized and directed to employ **Matthew L. Johnson 6004**, attorney and the law firm of **Matthew L. Johnson & Associates, PC** to represent the corporation in such bankruptcy case.

Date October 25, 2012

Signed \_\_\_\_\_

Date October 25, 2012

Signed \_\_\_\_\_